

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

_____	x	
	:	
IN RE AMERICAN INTERNATIONAL	:	<u>ECF CASE</u>
GROUP, INC. SECURITIES LITIGATION	:	
	:	Master File No. 04 Civ. 8141 (JES) (AJP)
This Document Relates To:	:	
All Actions	:	<u>Oral Argument Requested</u>
	:	
_____	x	

**NOTICE OF MOTION FOR PRELIMINARY
APPROVAL OF SETTLEMENT WITH
DEFENDANT PRICEWATERHOUSECOOPERS LLP**

PLEASE TAKE NOTICE that on October 7, 2008 at 3:00 p.m., or as soon thereafter as counsel may be heard, the Ohio Public Employees Retirement System, State Teachers Retirement System of Ohio, and Ohio Police & Fire Pension Fund (collectively, "Lead Plaintiff" or the "Ohio State Funds"), will move before the Honorable John E. Sprizzo, U.S.D.J., at the Federal Courthouse, 500 Pearl Street, New York, New York 10007, for an order pursuant to Federal Rule of Civil Procedure 23(e) for preliminary approval of a proposed Class settlement, approve the forms and methods of notice, and issue the proposed Preliminary Approval Order submitted herewith.

PLEASE TAKE FURTHER NOTICE that a Stipulation and Agreement of Settlement and a proposed Preliminary Approval Order Providing for Notice and Hearing in Connection With Proposed Class Action Settlement, each with annexed exhibits, are being filed herewith.

Dated: October 3, 2008

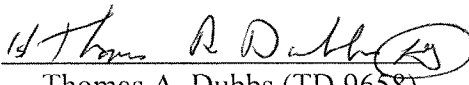
Respectfully submitted,

**SHERYL CREED MAXFIELD,
FIRST ASSISTANT ATTORNEY GENERAL
OFFICE OF THE OHIO ATTORNEY GENERAL**

LABATON SUCHAROW LLP

Alan Kopit (Ohio Bar #0031965)
HAHN LOESER & PARKS LLP
200 Public Square, Suite 2800
Cleveland, Ohio 44114-2301
(216) 621-0150
(216) 274-2478 (Fax)

*Special Counsel to the Attorney General of Ohio
and the Ohio State Funds and Co-Lead Counsel
for the Class*

By 
Thomas A. Dubbs (TD 9658)
Louis Gottlieb (LG 9169)
Zachary M. Ratzman (ZR 0802)
140 Broadway
New York, New York 10005
(212) 907-0700
(212) 818-0477 (Fax)

*Lead Counsel for Lead Plaintiff Ohio State Funds
and Lead Counsel for the Class*